

EXHIBIT 38

LAW OFFICES
WILLIAMS & CONNOLLY LLP

WILLIAM T. BURKE
(202) 434-5299
wburke@wc.com

725 TWELFTH STREET, N.W.
WASHINGTON, D. C. 20005-5901
(202) 434-5000
FAX (202) 434-5029

EDWARD BENNETT WILLIAMS (1920-1988)
PAUL R. CONNOLLY (1922-1978)

December 23, 2016

Via Federal Express

Ivy Arai Tabbara, Esq.
Hagens Berman Sobol Shapiro LLP
1918 Eighth Avenue, Suite 3300
Seattle, WA 98101

Re: *Sheet Metal Workers Local No. 20 Welfare and Benefit Fund, and Indiana Carpenters Welfare Fund v. CVS Health Corporation*, No. 1:16-cv-00046-S

Dear Ivy:

Enclosed please find an encrypted disc containing documents Bates labeled CVSSM-0000001 through CVSSM-0006026, which CVS Health Corporation is producing pursuant to Plaintiffs' First Set of Requests for Production. We will continue to produce other responsive documents on a rolling basis. The password for the enclosed disc will be provided by separate correspondence.

The documents Bates labeled CVSSM-0000001 through CVSSM-0002055 are produced in response to Plaintiffs' Request for Production No. 2: "All pleadings and exhibits, in unredacted form, relating to Plaintiffs' Motion for Class Certification filed in *Corcoran v. CVS Health Corp. & CVS Pharm. Inc.*, No. 15-cv-3504 (N.D. Cal.)."

The documents Bates labeled CVSSM-0002056 through CVSSM-0002194 are produced in response to Plaintiffs' Request for Production No. 3—"All discovery requests, including any requests for production, interrogatories and requests for admission, and all responses to those requests served in *Corcoran v. CVS Health Corp. & CVS Pharm. Inc.*, No. 15-cv-3504 (N.D. Cal.)"—and include:

- Plaintiffs' First Set of Interrogatories to CVS Pharmacy, Inc. (3/17/2016)
- Plaintiffs' First Set of Requests for Production to CVS Pharmacy, Inc. (3/17/2016)
- CVS Pharmacy, Inc.'s Responses to Plaintiffs' First Set of Interrogatories (4/20/2016)
- CVS Pharmacy, Inc.'s Responses to Plaintiffs' Requests for Production (4/20/2016)
- CVS Pharmacy, Inc.'s First Set of Interrogatories to Plaintiffs (4/29/2016)
- CVS Pharmacy, Inc.'s First Set of Requests for Production (4/29/2016)

WILLIAMS & CONNOLLY LLP

Ivy Arai Tabbara, Esq.
December 23, 2016
Page 2

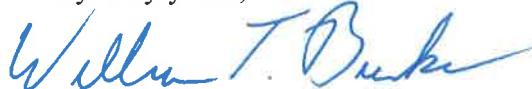
- Plaintiffs' Responses to Defendant's Requests for Production (6/3/2016)

The documents Bates labeled CVSSM-0002195 through CVSSM-0006026 are deposition transcripts from the *Corcoran* litigation, with exhibits, for the following CVS witnesses:

- William Boyd: Director of IT, Pharmacy Data Warehouse
- Susan Colbert: Senior Director, Payer Relations
- Michael Dlugos: Director, Payer Relations
- Hilary Dudley: Senior Legal Counsel
- Sharon Edmunds: Director, Payer Relations
- Robert Greenwood: Director, Payer Relations
- Brian Hughes: Regional Manager
- Sevak Melkonian: Senior Director, Pharmacy Merchandising
- Tom Morrison: VP, Managed Care, and SVP, Payer Relations and Business Development
- Scott Tierney: Senior Director, Payer Relations
- Debbie Veale: Director, Payer Relations
- Elizabeth Wingate: VP, Managed Care and SVP, Payer Relations
- John Zevzavadjian: Vice President, Payer Relations

Certain documents being produced today have been designated Confidential and are, therefore, governed by the confidentiality terms set forth in the Stipulated Protective Order dated December 6, 2016.

Very truly yours,



William T. Burke

Enclosure